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## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

#### OMB APPROVAL 3235-0287 OMB Number: Estimated average burden hours per response: 0.5

1. Name and Address of Reporting Person <sup>*</sup> FORSYTHE DARYL R	r	2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>NBT BANCORP INC</u> [ NBTB ]		ationship of Reporting Perso ( all applicable) Director	on(s) to Issuer 10% Owner
(Last) (First) 52 SOUTH BROAD STREET	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/31/2005	Х	Officer (give title below) CEO NBT Ban	Other (specify below) COTP
	13815	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	ridual or Joint/Group Filing ( Form filed by One Repor Form filed by More than ( Person	ting Person
(City) (State)	(Zip)				

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code ( 8)		Disposed Of (D) (Instr. 3, 4 and 5)		isposed Of (D) (Instr. 3, 4 and Beneficially Owned Follo		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
		Code V Amount (A) or Pri		Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)			
NBT Bancorp Inc. Common Stock	12/31/2005		F		2,345	D	\$21.74	121,864.691	D	
NBT Bancorp Inc. Common Stock								8,585.849	I	401k
NBT Bancorp Inc. Common Stock								2,758.846	I	NBT Bancorp ESOP
NBT Bancorp Inc. Common Stock								1,842	I	by Spouse

### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)		5. Nu of Deriv Secu Acqu (A) o Dispo of (D (Instriand S	vative rities lired r osed ) 7. 3, 4	Expiration Dat	Expiration Date Month/Day/Year)		d 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non- Qualified Stock Option (right to buy)	\$14.3492							01/28/2003 <sup>(1)</sup>	01/28/2012	NBT Bancorp Inc. Common Stock	10,460		10,460	D	
Non- Qualified Stock Option (right to buy)	\$17.538							01/01/2004 <sup>(1)</sup>	01/01/2013	NBT Bancorp Inc. Common Stock	14,550		14,550	D	
Non- Qualified Stock Option (right to buy)	\$18.1632							01/27/1999 <sup>(1)</sup>	01/27/2008	NBT Bancorp Inc. Common Stock	0.99		0.99	D	
Non- Qualified Stock Option (right to buy)	\$19.7917							08/11/2005 <sup>(2)</sup>	08/11/2013	NBT Bancorp Inc. Common Stock	5,200		5,200	D	
Non- Qualified Stock Option (right to buy)	\$19.7925							08/14/2005 <sup>(2)</sup>	08/14/2013	NBT Bancorp Inc. Common Stock	6,050		6,050	D	

	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned         (e.g., puts, calls, warrants, options, convertible securities)																		
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		6. Date Exercisable and Expiration Date (Month/Day/Year)		Expiration Date		of Securities		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares								
Non- Qualified Stock Option (right to buy)	\$19.8125							08/12/2005 <sup>(2)</sup>	08/12/2013	NBT Bancorp Inc. Common Stock	11,700		11,700	D					
Non- Qualified Stock Option (right to buy)	\$20.0558							08/05/2005 <sup>(2)</sup>	08/05/2013	NBT Bancorp Inc. Common Stock	4,000		4,000	D					
Non- Qualified Stock Option (right to buy)	<b>\$</b> 22.1715							01/01/2005 <sup>(1)</sup>	01/01/2014	NBT Bancorp Inc. Common Stock	18,266		18,266	D					
Non- Qualified Stock Option (right to buy)	<b>\$</b> 22.3517							09/01/2006 <sup>(2)</sup>	09/01/2014	NBT Bancorp Inc. Common Stock	9,700		9,700	D					
Non- Qualified Stock Option (right to buy)	\$22.4075							09/08/2006 <sup>(2)</sup>	09/08/2014	NBT Bancorp Inc. Common Stock	15,365		15,365	D					
Non- Qualified Stock Option (right to buy)	\$23.2708							01/20/2006 <sup>(1)</sup>	01/20/2015	NBT Bancorp Inc. Common Stock	31,907		31,907	D					
Non- Qualified Stock Option (right to buy)	\$23.7553							07/01/2007 <sup>(2)</sup>	07/01/2015	NBT Bancorp Inc. Common Stock	12,841		12,841	D					
Non- Qualified Stock Option (right to buy)	\$23.8712							07/05/2007 <sup>(2)</sup>	07/05/2015	NBT Bancorp Inc. Common Stock	2,693		2,693	D					

Explanation of Responses:

1. Pursuant to NBT Bancorp Inc. 1993 Stock Option Plan grant vests 40% for first year, 20% annually for following years.

2. Pursuant to NBT Bancorp Inc. 1993 Stock Option Plan reload grant vests 100% two years after date of its grant.

By: Michael J. Chewens,	
Power of Attorney For: Daryl	01/05/2006
<u>R. Forsythe</u>	

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 $^{\ast}$  If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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